NVIDIA CORP
Form 4/A
September 02, 2016

| RM 4 |  | OMB APPROVAL |
| :---: | :---: | :---: |
|  | UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | OMB Number: 3235-0287 |
| Check this box if no longer subject to |  | Expires: $\quad \begin{array}{r}\text { January 31, } \\ 2005\end{array}$ |
| subject to <br> Section 16 | SECURITIES | Estimated average |
| Form 4 or |  | $\text { response... } 0.5$ |
| Form 5 obligations may continue. | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section |  |
| See Instruction | 30(h) of the Investment Company Act of 1940 |  |
| 1(b). |  |  |

(Print or Type Responses)


Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. <br> Transactio | 5. Number mof Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Security | or Exercise |  | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |
| (Instr. 3) | Price of |  | (Month/Day/Year) | (Instr. 8) | Acquired |  |  |
|  | Derivative |  |  |  | (A) or |  |  |
|  | Security |  |  |  | Disposed of (D) |  |  |
|  |  |  |  |  | (Instr. 3, 4, |  |  |

Amount


Stock

| Option <br> (Right to | $\$ 14.465$ | $05 / 19 / 2016$ | $M^{(1)}$ | 3,125 | $\underline{(3)}$ | $09 / 20 / 2021$ | Common |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |
| Buy) |  |  |  |  |  |  |  |

Stock

| Option <br> (Right to <br> Buy) | \$ 13.71 | 05/19/2016 | M ${ }^{(1)}$ | 2,812 | (4) | 09/18/2022 | Common Stock | 2,812 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Stock <br> Option <br> (Right to <br> Buy) | \$ 12.62 | 05/19/2016 | $\mathrm{M}_{\underline{(1)}}$ | 3,325 | (5) | 03/19/2023 | Common Stock | 3,325 |
| Stock <br> Option <br> (Right to <br> Buy) | \$ 16 | 05/19/2016 | $\mathrm{M}_{\underline{(1)}}$ | 3,325 | (6) | 09/17/2023 | Common Stock | 3,325 |

## Reporting Owners

## Relationships

Director $10 \%$ Owner Officer Other

[^0]
## Signatures

/s/ Rebecca Peters, Attorney-in-Fact for Michael Byron

09/02/2016
**Signature of Reporting Person

## Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. $78 \mathrm{ff}(\mathrm{a})$.
(1) This transaction was pursuant to a 10b5-1 Plan.
(2) Sale transaction was previously reported on the reporting person's Form 4 filed on May 23, 2016.
(3) Fully vested.
(4) The option vested as to $25 \%$ of the shares on September 19, 2013 and shall vest as to $6.25 \%$ of the shares at the end of each quarterly period thereafter, such that the option is fully vested on the four (4) year anniversary of the date of grant.
(5)

The option vested as to $25 \%$ of the shares on March 20, 2014 and shall vest as to $6.25 \%$ of the shares at the end of each quarterly period thereafter, such that the option is fully vested on the four (4) year anniversary of the date of grant.
(6) The option vested as to $25 \%$ of the shares on March 20, 2014 and shall vest as to $6.25 \%$ of the shares at the end of each quarterly period thereafter, such that the option is fully vested on the four (4) year anniversary of the date of grant.

## Remarks:

This amendment is being filed to report the stock option exercises that were omitted from the reporting person's Form 4 filed
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.


[^0]:    Byron Michael
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